

B1 (Official Form 1) (04/13)

| UNITED STATES BANKRUPTCY COURT Western District of Virginia | | | | | VOLUNTARY PETITION | | | | | | | | | | | | | | |
|--|--|--|---|--|---|--|--|---|--|---|---|---|--|---|--|--|---|---|--|
| Name of Debtor (if individual, enter Last, First, Middle): Xinergy of Virginia, Inc. | | | | | Name of Joint Debtor (Spouse) (Last, First, Middle): | | | | | | | | | | | | | | |
| All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): See Attachment A | | | | | All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): | | | | | | | | | | | | | | |
| Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 45-2878046 | | | | | Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): | | | | | | | | | | | | | | |
| Street Address of Debtor (No. and Street, City, and State): 8351 East Walker Springs Lane, Suite 400 Knoxville, TN <div style="text-align: right;">ZIP CODE 37923</div> | | | | | Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div> | | | | | | | | | | | | | | |
| County of Residence or of the Principal Place of Business: Knox | | | | | County of Residence or of the Principal Place of Business: | | | | | | | | | | | | | | |
| Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div> | | | | | Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div> | | | | | | | | | | | | | | |
| Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div> | | | | | | | | | | | | | | | | | | | |
| Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) | | Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other | | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding | | | | | | | | | | | | | | | |
| Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending: | | Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code). | | Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts. | | | | | | | | | | | | | | | |
| Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | | | | Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (<i>amount subject to adjustment on 4/01/16 and every three years thereafter</i>). ----- Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). | | | | | | | | | | | | | | | |
| Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. | | | | | | | | | THIS SPACE IS FOR COURT USE ONLY | | | | | | | | | | |
| Estimated Number of Creditors <table style="width: 100%;"><tr><td><input checked="" type="checkbox"/> 1-49</td><td><input type="checkbox"/> 50-99</td><td><input type="checkbox"/> 100-199</td><td><input type="checkbox"/> 200-999</td><td><input type="checkbox"/> 1,000-5,000</td><td><input type="checkbox"/> 5,001-10,000</td><td><input type="checkbox"/> 10,001-25,000</td><td><input type="checkbox"/> 25,001-50,000</td><td><input type="checkbox"/> 50,001-100,000</td><td><input type="checkbox"/> Over 100,000</td></tr></table> | | | | | | | | | | <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 50-99 | <input type="checkbox"/> 100-199 | <input type="checkbox"/> 200-999 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> 25,001-50,000 | <input type="checkbox"/> 50,001-100,000 | <input type="checkbox"/> Over 100,000 |
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 50-99 | <input type="checkbox"/> 100-199 | <input type="checkbox"/> 200-999 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> 25,001-50,000 | <input type="checkbox"/> 50,001-100,000 | | <input type="checkbox"/> Over 100,000 | | | | | | | | | |
| Estimated Assets <table style="width: 100%;"><tr><td><input checked="" type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input type="checkbox"/> \$1,000,001 to \$10 million</td><td><input type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input type="checkbox"/> More than \$1 billion</td></tr></table> | | | | | | | | | | <input checked="" type="checkbox"/> \$0 to \$50,000 | <input type="checkbox"/> \$50,001 to \$100,000 | <input type="checkbox"/> \$100,001 to \$500,000 | <input type="checkbox"/> \$500,001 to \$1 million | <input type="checkbox"/> \$1,000,001 to \$10 million | <input type="checkbox"/> \$10,000,001 to \$50 million | <input type="checkbox"/> \$50,000,001 to \$100 million | <input type="checkbox"/> \$100,000,001 to \$500 million | <input type="checkbox"/> \$500,000,001 to \$1 billion | <input type="checkbox"/> More than \$1 billion |
| <input checked="" type="checkbox"/> \$0 to \$50,000 | <input type="checkbox"/> \$50,001 to \$100,000 | <input type="checkbox"/> \$100,001 to \$500,000 | <input type="checkbox"/> \$500,001 to \$1 million | <input type="checkbox"/> \$1,000,001 to \$10 million | <input type="checkbox"/> \$10,000,001 to \$50 million | <input type="checkbox"/> \$50,000,001 to \$100 million | <input type="checkbox"/> \$100,000,001 to \$500 million | <input type="checkbox"/> \$500,000,001 to \$1 billion | <input type="checkbox"/> More than \$1 billion | | | | | | | | | | |
| Estimated Liabilities <table style="width: 100%;"><tr><td><input type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input type="checkbox"/> \$1,000,001 to \$10 million</td><td><input type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input checked="" type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input type="checkbox"/> More than \$1 billion</td></tr></table> | | | | | | | | | <input type="checkbox"/> \$0 to \$50,000 | <input type="checkbox"/> \$50,001 to \$100,000 | <input type="checkbox"/> \$100,001 to \$500,000 | <input type="checkbox"/> \$500,001 to \$1 million | <input type="checkbox"/> \$1,000,001 to \$10 million | <input type="checkbox"/> \$10,000,001 to \$50 million | <input type="checkbox"/> \$50,000,001 to \$100 million | <input checked="" type="checkbox"/> \$100,000,001 to \$500 million | <input type="checkbox"/> \$500,000,001 to \$1 billion | <input type="checkbox"/> More than \$1 billion | |
| <input type="checkbox"/> \$0 to \$50,000 | <input type="checkbox"/> \$50,001 to \$100,000 | <input type="checkbox"/> \$100,001 to \$500,000 | <input type="checkbox"/> \$500,001 to \$1 million | <input type="checkbox"/> \$1,000,001 to \$10 million | <input type="checkbox"/> \$10,000,001 to \$50 million | <input type="checkbox"/> \$50,000,001 to \$100 million | <input checked="" type="checkbox"/> \$100,000,001 to \$500 million | <input type="checkbox"/> \$500,000,001 to \$1 billion | <input type="checkbox"/> More than \$1 billion | | | | | | | | | | |

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|--|--|--|-------------|
| Voluntary Petition (This page must be completed and filed in every case.) | | Name of Debtor(s): Xinergy of Virginia, Inc. | |
| All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.) | | | |
| Location Where Filed: | | Case Number: | Date Filed: |
| Location Where Filed: | | Case Number: | Date Filed: |
| Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.) | | | |
| Name of Debtor: See Attachment B | | Case Number: | Date Filed: |
| District: Western District of Virginia | | Relationship: | Judge: |
| <div style="text-align: center;">Exhibit A</div> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p> | | <div style="text-align: center;">Exhibit B</div> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p> | |
| <div style="text-align: center;">Exhibit C</div> <p>Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input checked="" type="checkbox"/> No.</p> | | | |
| <div style="text-align: center;">Exhibit D</div> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.</p> | | | |
| <div style="text-align: center;">Information Regarding the Debtor - Venue (Check any applicable box.)</div> <p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p> | | | |
| <div style="text-align: center;">Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</div> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right;">_____ (Address of landlord)</p> <p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p> | | | |

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|---|--|
| Voluntary Petition <i>(This page must be completed and filed in every case.)</i> | Name of Debtor(s): Xinergy of Virginia, Inc. |
| Signatures | |
| <p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p> | <p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p> |
| <p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Tyler P. Brown</u> Signature of Attorney for Debtor(s) <u>Tyler P. Brown</u> Printed Name of Attorney for Debtor(s) <u>Hunton & Williams LLP</u> Firm Name <u>951 E. Byrd Street</u> <u>Richmond, VA 23219</u> Address <u>(804) 788-8200</u> Telephone Number <u>04/06/2015</u> Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p> | <p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Signature</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p> |
| <p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Michael R. Castle</u> Signature of Authorized Individual <u>Michael R. Castle</u> Printed Name of Authorized Individual <u>Chief Financial Officer</u> Title of Authorized Individual <u>04/06/2015</u> Date</p> | |

ATTACHMENT A

All Other Names used by the Debtor in the last 8 Years

None.

ATTACHMENT B**Pending Bankruptcy Case Filed by any Partner or Affiliate of this Debtor**

Concurrently herewith, each of the below-listed entities (collectively, the “Debtors”), each commenced a voluntary case under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Western District of Virginia and has filed a motion with the Court seeking joint administration of the Debtors’ respective chapter 11 cases.

| ENTITY NAME | EIN | JURISDICTION OF DOMICILE |
|------------------------------------|------------|--------------------------|
| Big Run Mining, Inc. | 80-0391585 | Kentucky |
| Brier Creek Coal Company, LLC | 45-1019999 | West Virginia |
| Bull Creek Processing Company, LLC | 45-1020894 | West Virginia |
| High MAF, LLC | 27-1895418 | Delaware |
| Middle Fork Mining, Inc. | 80-0391593 | Kentucky |
| Pinnacle Insurance Group LLC | 61-1626851 | Tennessee |
| Raven Crest Contracting, LLC | 20-4527796 | Kentucky |
| Raven Crest Leasing, LLC | 20-4527844 | Kentucky |
| Raven Crest Minerals, LLC | 20-4527746 | Kentucky |
| Raven Crest Mining, LLC | 20-4370122 | Kentucky |
| Sewell Mountain Coal Co., LLC | 37-1709737 | West Virginia |
| Shenandoah Energy, LLC | 20-4476770 | Kentucky |
| South Fork Coal Company, LLC | 27-4613113 | West Virginia |
| Strata Fuels, LLC | 27-1981559 | Delaware |
| True Energy, LLC | 27-2082894 | Delaware |
| Whitewater Contracting, LLC | 32-0397740 | West Virginia |
| Whitewater Resources, LLC | 36-4749929 | West Virginia |
| Wise Loading Services, LLC | 27-4367154 | Delaware |
| Xinergy Corp. | 26-1153865 | Tennessee |
| Xinergy Finance (US), Inc. | 27-1485692 | Delaware |
| Xinergy Land, Inc. | 26-2788121 | Tennessee |

| ENTITY NAME | EIN | JURISDICTION OF DOMICILE |
|--------------------------------|------------|--------------------------|
| Xinergy Ltd. | 98-0653697 | Ontario |
| Xinergy Sales, Inc. | 26-2788180 | Tennessee |
| Xinergy Straight Creek, Inc. | 26-2790071 | Kentucky |
| Xinergy of Virginia, Inc. | 45-2878046 | Virginia |
| Xinergy of West Virginia, Inc. | 27-4612401 | West Virginia |

**Declaration Under Penalty
of Perjury on Behalf of Xinergy of Virginia, Inc.**

I declare under penalty of perjury that I have read the foregoing petition and attachments and they are true and correct to the best of my information and belief.

Date: April 6, 2015

Signature: /s/ Michael R. Castle
Name: Michael R. Castle
Title: Chief Financial Officer

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF VIRGINIA
ROANOKE DIVISION**

In re:

XINERGY LTD., *et al.*,

Debtors.¹

Chapter 11

Case No. 15-[] ()

(Joint Administration Requested)

**CONSOLIDATED LIST OF CREDITORS
HOLDING 30 LARGEST UNSECURED CLAIMS OF
XINERGY LTD., *et al.***

The following is a consolidated list of the debtors' creditors holding the 30 largest unsecured claims. This list is being filed pursuant to 11 U.S.C. § 521 and Rule 1007(d) of the Federal Rules of Bankruptcy Procedure. The list does not include persons who come within the definition of "insider" set forth in 11 U.S.C. § 101.

| Rank | Name of Creditor | Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contracted | Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.) | Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff | Amount of Claim |
|------|---------------------------------------|--|--|---|-----------------|
| 1 | VIRGINIA DRILLING COMPANY, LLC | Virginia Drilling PO Box 1198 Vansant, VA 24656 Telephone: 800-258-8583 Facsimile: 276-597-7410 Contact: Virlo Stiltner virlo@vadrillco.com | Trade Debt | | \$ 3,335,796 |
| 2 | CECIL I. WALKER MACHINERY CO. | Walker Machinery 1400 E. DuPont Ave Belle, WV 25105 Telephone: 304-949-6400 Contact: Sheilah Lowe slowe@walker-cat.com | Trade Debt | | \$ 2,571,742 |

¹ The Debtors, along with the last four digits of each Debtor's federal tax identification number, are listed on Schedule 1 attached hereto.

| | | | | | |
|----|--|---|------------|--|------------|
| 3 | WPP LLC | WPP LLC 5260 Irwin Road Huntington, WV 25705 Telephone: (304) 654-6887 Contact: Chad Mooney | Lessor | | \$ 619,201 |
| 4 | PENN VIRGINIA OPERATING CO., LLC | Penn Virginia Operating Co.,LLC One Carbon Center, Suite 100 Chesapeake, WV 25315 Telephone: (304) 949-5619 Contact: Gary Stover | Lessor | | \$ 424,066 |
| 5 | CASSELS BROCK & BLACKWELL LLP | Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto, ON M5H 3C2 Telephone: (416) 860-6771 Contact: Alexander Pizale apizale@casselsbrock.com | Trade Debt | | \$ 325,182 |
| 6 | C&M GIANT TIRE, LLC | C & M Giant Tire 980 W. New Circle Rd. Lexington, KY 40511 Telephone: (859)-281-1320 Facsimile: (859) -281-1337 Contact: Cindy Devereux cindy@cmgianttire.com | Trade Debt | | \$ 282,213 |
| 7 | L. ADKINS OIL | L Adkins Oil PO Box 190 Craigsville, WV 26205 Telephone: (304)742-3049 Contact: Mark Adkins | Trade Debt | | \$ 258,711 |
| 8 | WHAYNE SUPPLY COMPANY | Whayne Supply Company 2200 South Kentucky Ave. Corbin, KY 40701 USA Telephone: (606) 528-3140 Facsimile: (606) 523-5366 Contact: Amy Brock-Williams | Trade Debt | | \$ 246,999 |
| 9 | BRAKE SUPPLY CO., INC. | Brake Supply Co, Inc. 4280 Paysphere Circle Chicago, IL 60674 USA Telephone: (304) 673-0462 Facsimile: (304) 255-7503 Contact: Greg Browning | Trade Debt | | \$ 185,567 |
| 10 | SECURITY AMERICA, INC | Security America PO Box 4525 Charleston, WV 25364 Telephone: 304-925-4747 x101 Contact: Renee Shaffer rshaffer@securityamerica.com | Trade Debt | | \$ 173,946 |
| 11 | HARVEY TRUCKING INC. | Harvey Trucking, Inc 5383 Ashford Nellis Road Ashford, WV 25009 Telephone: (304) 836-5850 Contact: Wally Harvey | Trade Debt | | \$ 160,014 |

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|----|---|--|------------|----------|------------|
| 12 | M.G.C., INCORPORATED | M.G.C. Supply, Inc. PO Box 115 Bolt, WV 25817-0115 USA Telephone: (606) 433-0077 Facsimile: (606) 433-1344 Contact: Christy Meade | Trade Debt | | \$ 155,921 |
| 13 | THE DANIELS COMPANY | The Daniels Company PO Box 643951 Pittsburgh, PA 15264-3951 Telephone: (304) 327-8161 Facsimile: (304) 327-5118 Contact: Kay Gilbert | Trade Debt | | \$ 147,768 |
| 14 | AMERICAN EXPRESS | American Express PO Box 650448 Dallas, TX 75265 Telephone: (800) 528-2122 | Trade Debt | | \$ 130,763 |
| 15 | JONES & ASSOCIATES | Jones & Associates PO Box 1989 Charleston, WV 25327 Telephone: (304) 343-9466 Contact: Forrest Jones EFJones@efjones.com | Trade Debt | | \$ 123,335 |
| 16 | MECURIA ENERGY TRADING INC. | Mercuria Energy Trading, Inc. 20 East Greenway Plaza, Suite 650 Houston, TX 77046 Office: 832.209.2315 Mobile: 606.585.5110 Contact: Alex Merritt ameritt@mercuria.com | Trade Debt | | \$ 109,523 |
| 17 | APPALACHIAN POWER COMPANY | Appalachian Power Company 1 AEP Way Hurricane WV 25526 Telephone: (304) 792-2379 Contact: Jerry Peyton jdpeyton@aep.com | Trade Debt | | \$ 100,997 |
| 18 | WISE COUNTY TREASURER | Wise County Treasurer PO Box 1308 Wise, VA 24293-1308 Telephone: (276) 328-3666 | Trade Debt | Disputed | \$ 96,701 |
| 19 | MOULDAGRAPH CORPORATION | Mouldagraph Corporation PO Box 99 Nitro, WV 25143 Telephone: (304) 759-2150 | Trade Debt | | \$ 92,449 |
| 20 | MALLARD ENVIRONMENTAL SERVICES | Mallard Environmental PO Box 1298 Shady Spring, WV 25918-1298 Telephone: (304) 787-5550 Contact: Rhonda Lilly | Trade Debt | | \$ 86,833 |

| | | | | | |
|----|--|--|------------|----------|-----------|
| 21 | EASTERN KY EQUIPMENT SALES & SERVICES LLC | Mining Machinery 1512 North Big Run Road Ashland KY, 41102 Telephone: (606) 928-0490 Contact: Kathy Smith | Trade Debt | | \$ 86,675 |
| 22 | SHERIFF OF BOONE COUNTY | Sheriff of Boone County 200 State Street Madison, WV 25130 Telephone: (304) 369-7394 | Trade Debt | Disputed | \$ 82,529 |
| 23 | PLUM CREEK TIMBER COMPANY, INC | Plum Creek Timber Company, Inc Five Concourse Parkway, NE, Suite 1650 Atlanta, GA 30328 Telephone: (304) 520-3321 Contact: John Woodrum | Trade Debt | | \$ 79,774 |
| 24 | GARLOW INSURANCE AGENCY, INC. | Garlow Insurance Agency, Inc. 1217 Quarrier St Charleston, WV 25301 Telephone: (304) 347-8972 ext. 166 Facsimile: (304) 342-5969 Toll Free: (800) 238-5321 Contact: Mark Clark mclark@garlowinsurance.com | Trade Debt | | \$ 75,718 |
| 25 | GOULD'S ELECTRIC MOTOR REPAIR, INC | Gould's Electric Motor Repair, Inc PO Box 100 Indore, WV 25111-0100 Telephone: 304-587-4825 Facsimile: 304-587-4855 Contact: Arbutus Gould | Trade Debt | | \$ 75,676 |
| 26 | STUBBS ALDERTON & MARKILES, LLP | Stubbs Alderton 15260 Ventura Blvd. Sherman Oaks, CA 91403 Telephone: (818) 444-4500 Facsimile: (818) 444-4520 Contact: David Tarica | Trade Debt | | \$ 75,519 |
| 27 | JMP COAL HOLDINGS, LLC | JMP Coal Holdings, LLC PO Box 1200 Robinson Creek, KY 41560 Telephone: (606) 639-9675 Facsimile: (606) 639-9685 | Trade Debt | | \$ 72,442 |
| 28 | COULTER & JUSTUS, PC | Coulter & Justus, PC 9717 Cogdill Rd, Suite 201 Knoxville, TN 37932 Telephone: (865) 637-4161 Facsimile: (865) 524-2952 Contact: Conor O' Donoghue | Trade Debt | | \$ 72,100 |

| | | | | | |
|----|--------------------------------|---|------------|--|-----------|
| 29 | EXIGENT LEASING, LP | Exigent Leasing, LP 2202 Timberlock PL, #133 Spring, TX 77380 Telephone: (713) 503-5313 Contact: Ed Green | Trade Debt | | \$ 70,745 |
| 30 | HURBERRIES | Hurberries, Inc PO Box 210 Coeburn, VA 24230 Telephone: (276) 679-9877 Facsimile: (276) 395-8218 Contact: Amanda Hurley | Trade Debt | | \$ 69,478 |

**Declaration Under Penalty of Perjury
on Behalf of a Corporation or Partnership**

I, Michael R. Castle, an officer of Xinergy Ltd. and each of the other affiliated debtors in the above-captioned cases, declare under penalty of perjury that I have read the foregoing list of consolidated creditors holding the 30 largest unsecured claims and that it is true and correct to the best of my information and belief.

Xinergy Ltd., et al

Debtors

April 6, 2015

Date

/s/ Michael R. Castle

SCHEDULE 1

(Debtor Entities)

- | | |
|--|---|
| 1. Xinergy Ltd. (3697) | 14. Whitewater Contracting, LLC (7740) |
| 2. Xinergy Corp. (3865) | 15. Whitewater Resources, LLC (9929) |
| 3. Xinergy Finance (US), Inc. (5692) | 16. Shenandoah Energy, LLC (6770) |
| 4. Pinnacle Insurance Group LLC (6851) | 17. High MAF, LLC (5418) |
| 5. Xinergy of West Virginia, Inc. (2401) | 18. Wise Loading Services, LLC (7154) |
| 6. Xinergy Straight Creek, Inc. (0071) | 19. Strata Fuels, LLC (1559) |
| 7. Xinergy Sales, Inc. (8180) | 20. True Energy, LLC (2894) |
| 8. Xinergy Land, Inc. (8121) | 21. Raven Crest Mining, LLC (0122) |
| 9. Middle Fork Mining, Inc. (1593) | 22. Brier Creek Coal Company, LLC (9999) |
| 10. Big Run Mining, Inc. (1585) | 23. Bull Creek Processing Company, LLC (0894) |
| 11. Xinergy of Virginia, Inc. (8046) | 24. Raven Crest Minerals, LLC (7746) |
| 12. South Fork Coal Company, LLC (3113) | 25. Raven Crest Leasing, LLC (7844) |
| 13. Sewell Mountain Coal Co., LLC (9737) | 26. Raven Crest Contracting, LLC (7796) |

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF VIRGINIA
ROANOKE DIVISION**

In re:

XINERGY OF VIRGINIA, INC.,

Debtor.

Chapter 11

Case No. 15-[] ()

(Joint Administration Requested)

**CORPORATE OWNERSHIP STATEMENT
PURSUANT TO RULE 7007.1 OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 7007.1 of the Federal Rules of Bankruptcy Procedure, Xinergy of Virginia, Inc. hereby provides that 100% of its outstanding equity interests are held by Xinergy Corp.

Date: April 6, 2015

Signature: /s/ Michael R. Castle

Name: Michael R. Castle

Title: Chief Financial Officer

XINERGY OF VIRGINIA, INC.

UNANIMOUS WRITTEN CONSENT OF DIRECTORS IN LIEU OF MEETING

The undersigned being all of the Directors of XINERGY OF VIRGINIA, INC., a Virginia company (the "Company"), hereby unanimously consent to the adoption of the following resolutions:

RESOLVED, that in the good faith business judgment of the Company's Directors, it is in the best interest of the Company, its creditors, stakeholders and other interested parties, that a voluntary petition for relief under chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"), be filed in the United States Bankruptcy Court for the Western District of Virginia (the "Bankruptcy Court"); and it is

RESOLVED FURTHER, that Gregory L. Mason and Michael R. Castle, in their capacity as officers of the Company (together, the "Officers"), be, and each is hereby, authorized, empowered and directed to execute and verify on behalf of and in the name of the Company, a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court in such form and at such time as the Officer executing said petition on behalf of the Company shall determine; and it is

RESOLVED FURTHER, that the Company shall be and is hereby, authorized, and empowered, to execute, verify and/or file, or cause to be filed and or executed or verified (or direct others to do so on its behalf as provided herein) all necessary documents, including without limitation a plan of reorganization and disclosure statement, and all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other papers, and in that connection to employ and retain all assistance by legal counsel or other professionals and to take any and all actions necessary and proper in connection with the chapter 11 case contemplated hereby, with a view to the successful prosecution of such case; and it is

RESOLVED FURTHER, that the Officers of the Company or any one of them be, and each is hereby, authorized, empowered and directed to (i) prepare, or cause to be prepared on the Company's behalf, the necessary documents, including without limitation a plan of reorganization and disclosure statement, and all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other papers referred to in the foregoing resolution, and, (ii) in the express prior approval of the Directors (a) file and prosecute to a conclusion any such plan of reorganization, and (b) to take any and all actions necessary and proper in connection with the chapter 11 case contemplated hereby, including without limitation incurring post-petition debt, with a view to the successful prosecution of such case; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, the

law firm of Hunton & Williams LLP under a special retainer as general bankruptcy counsel to the Company and in other related matters on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, Global Hunter Securities, a division of Seaport Global Securities LLC, under a special retainer as Financial Advisors to the Company on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, Stubbs Alderton & Markiles, LLP under a special retainer as general corporate counsel to the Company and in other related matters on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, Cassels Brock & Blackwell LLP under a special retainer as Canadian counsel for the Company on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized and empowered to employ, on behalf of the Company, such other counsel, financial advisors or other professionals as may be prudent and desirable in connection with the prosecution and/or administration of the restructuring of the Company under the Bankruptcy Code on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that all acts lawfully done or actions lawfully taken by any Officer to seek relief on behalf of the Company under chapter 11 of the Bankruptcy Code be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and it is

RESOLVED FURTHER, that the effective date of the foregoing resolutions shall be April 2, 2015.

IN WITNESS WHEREOF, the undersigned Directors of the Company have executed this Consent effective as of the date first written above.

/s/ Gregory L. Mason
Gregory L. Mason

/s/ Joseph Groia
Joseph Groia

/s/ Todd Q. Swanson
Todd Q. Swanson

/s/ Robert J. Metcalfe
Robert J. Metcalfe